

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

JUDITH RÉ,

Plaintiff,

v.

JODI R.R. SMITH, AND
BARNES & NOBLE, INC.,

Defendants.

Civil Action No. 04-11385-RGS

DECLARATION OF ERIK W. KAHN

Erik W. Kahn, under the pains and penalties of perjury, deposes and states the following:

1. I am a member of the law firm of Bryan Cave LLP, 1290 Avenue of the Americas, New York, New York 10104.

2. I am a member in good standing of the bar of the State of New York, as well as the bars of the U.S. District Court for the Southern District of New York, the U.S. District Court for the Eastern District of New York, the U.S. Court of Appeals for the Second Circuit, the U.S. Court of Appeals for the Ninth Circuit, and the Supreme Court of the United States.

3. I am a member in good standing of the Bars in every jurisdiction where I have been admitted to practice. There are no disciplinary proceedings pending against me as a member of the Bar in any jurisdiction.

4. I am familiar with the Local Rules of the United States District Court for the District of Massachusetts

5. The defendants have requested that I represent them in this litigation.

I declare under the penalties of perjury that the foregoing is true and correct.

Dated: July 8, 2004


Erik W. Kahn